

MINUTES
REGULAR MEETING
BOARD OF TRUSTEES
THE SOCORRO ELECTRIC COOPERATIVE, INC.

July 26, 2023

INDEX

The Regular Meeting of the Board of Trustees of The Socorro Electric Cooperative, Inc. (SEC) was held on Wednesday, July 26, 2023, at 310 Abeyta Ave, Socorro, New Mexico.

CALL TO ORDER

The meeting was called to order at 3:00 p.m. by Leroy Anaya, President.

ROLL CALL

Manager Herrera called the roll and reported those present and attending as follows:

TRUSTEES PRESENT: Leroy Anaya, President
 Representative, District 3

 Ron Burnette, Vice-President
 Representative, District 5

 Judith Holcomb, Secretary/Treasurer
 Representative, District 2

 Ward McCartney*, Trustee
 Representative, District 1

 M Kenneth Bowden, Trustee
 Representative, District 3

 Dave Wade, Trustee
 Representative, District 4

TRUSTEE(S) ABSENT: None

ALSO PRESENT: Joseph Herrera, General Manager
 Donna Wilkins, Administrative Assistant
 Jimmy Capps, Chief Financial Officer
 David Montoya, Safety Compliance Officer/Interim Line
 Superintendent
 Marilyn Madrid, Member Services Supervisor
 Jerrid Williams, Director of Communications and Public Affairs
 V. Todd Unruh, Engineering Manager

SEC MEMBERS PRESENT: Cyndi Mae Wade, Dave L Wade

QUORUM

Manager Herrera declared a Quorum of Trustees present.

PLEDGE OF ALLEGIANCE

President Anaya led everyone in the Pledge of Allegiance and asked that everyone continue to stand for a moment of silence for the passing of Donald Wolberg, District 3 Trustee.

CONSIDERATION AND APPROVAL OF AGENDA

Trustee Holcomb moved to approve the Agenda as presented; motion seconded by Trustee Burnett. Motion carried unanimously.

President Anaya approved the Agenda as presented.

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CONSIDERATION AND APPROVAL PREVIOUS MINUTES

Trustee McCartney moved to approve the Minutes from June 28, 2023, as presented; motion seconded by Trustee Holcomb. Motion carried unanimously.

President Anaya approved the Minutes from June 28, 2023, as presented.

MEMBER COMMENTS

No Member Comments were brought forth.

MANAGER'S REPORT

Manager Herrera reported on the expenditure check register totaling \$1,264,952.30 for June 2023 and proceeded to answer questions posed by the Trustees.

President Anaya thanked Manager Herrera for the Expenditure Report for June 2023.

Manager Herrera reported the Visa credit card expenditures, complete with supporting receipts, made available to the Board of Trustees for June 2023 and proceeded to answer questions posed by the Trustees.

President Anaya thanked Manager Herrera for the credit card report for June 2023.

Manager Herrera concluded, stating that SEC had received a thank you card from the Magdalena School. Manager Herrera provided an update to the Board regarding the continued situation with a District 1 member and proceeded to answer questions posed by the Trustees.

President Anaya thanked Manager Herrera for the Manager's Report for June 2023.

FINANCIAL REPORT

Mr. Capps carefully reviewed in detail the RUS Form 7 Report for June 2023 RUS Form 7 and proceeded to answer questions posed by the Trustees.

President Anaya thanked Mr. Capps for the RUS Form 7 Report for June 2023.

SAFETY COMPLIANCE REPORT

SAFETY REPORT

Mr. Montoya reviewed the June Safety Report and proceeded to answer questions posed by the Trustees.

JOB BRIEFING

Mr. Montoya reviewed the June Job Briefing Reports.

President Anaya thanked Mr. Montoya for the Safety Report for June 2023.

OPERATIONS AND MAINTENANCE REPORT

CONSTRUCTION/MAINTENANCE REPORT

Mr. Montoya reported on June activities, with crews completing 25 service orders.

OUTAGE REPORTS

Mr. Montoya reviewed several major outages that affected over 100 members or for which the outage time was lengthy and proceeded to answer questions posed by the Trustees.

President Anaya thanked Mr. Montoya for the Operations and Maintenance Report for June 2023.

MEMBER SERVICES REPORTS

ENERGY DELINQUENT REPORT

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Ms. Madrid presented the Energy Delinquent Report for June 2023.

NM PRC MEMBER CONCERNS

Ms. Madrid reported that SEC had no Member complaints filed with the NM PRC in June 2023.

President Anaya thanked Ms. Madrid for the Member Services Report for June 2023.

COMMUNICATIONS AND PUBLIC AFFAIRS REPORT

Mr. Williams reviewed the June Communications and Public Affairs Report and proceeded to answer questions posed by the Trustees.

President Anaya thanked Mr. Williams for the Communications and Public Affairs Report for June 2023.

ENGINEERING REPORT

Mr. Unruh reviewed the June Engineering Report and proceeded to answer questions posed by the Trustees.

President Anaya thanked Mr. Unruh for the Engineering Report for June 2023.

TRI-STATE REPORT

President Anaya gave the Tri-State Board of Directors' activities report for July 2023 and proceeded to answer questions posed by the Trustees.

Manager Herrera reported that Tri-State had contacted him regarding an energy grant with the Office of Clean Energy Demonstrations and the processes that SEC would need to complete to be part of the grant. Manager Herrera proceeded to answer questions posed by the Trustees.

Trustee Burnett stated that the Board of Trustees should support Manager Herrera with this initiative, with all information being channeled through him as SEC works through the process, with all Trustees agreeing.

NMRECA REPORT

Trustee Holcomb gave the NMRECA activities report for July 2023.

PRESIDENT'S REPORT

President Anaya reported that the 2023 Trustee Expense reports for the second quarter had been provided for all Trustees to review, as SEC uses this information for the yearly 1099 and Form 990.

President Anaya reported with the passing of Trustee Wolberg, who was the Secretary/Treasurer, asked if the Board wanted to separate the position into two or leave it as one.

After discussion, Trustee Burnett moved to continue with the Secretary and Treasurer position being held by one Trustee; motion seconded by Trustee Holcomb. Motion carried unanimously.

President Anaya opened nominations for the Secretary/Treasurer.

Trustee Burnett nominated Trustee Holcomb as Secretary/Treasurer; motion seconded by Trustee McCartney. Motion carried unanimously.

President Anaya reviewed the information in the By-Laws regarding the options available to the Board in addressing the District III Trustee seat vacancy.

Manager Herrera provided the Trustees with information about what had been done when there was a Trustee vacancy.

After discussion, Trustee Holcomb moved to fill the District III seat for the remainder of the term with all information received by August 18, 2023, to be Board appointed at the August Board meeting; motion seconded by Trustee Burnett. Motion carried unanimously.

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ETHICS COMMITTEE REPORT

Trustee Holcomb reported on the Ethics Committee Meeting held on July 19, 2023, and July 26, 2023, and will bring more information to the Board at the August 2023 meeting.

FINANCE COMMITTEE REPORT

Trustee Burnett reported on the Finance Committee Meeting held on July 19, 2023.

President Anaya thanked Trustee Burnett for the Finance Committee Report.

SPECIAL COMMITTEE REPORT

Trustee Burnett reported on the Special Committee Meeting held on July 19, 2023, and proceeded to answer questions posed by the Trustees.

President Anaya thanked Trustee Burnett for the Special Committee Report.

STANDING COMMITTEE REPORT

Trustee Holcomb reported on the Standing Committee Meeting held on July 19, 2023, with recommendations to the full Board of Trustees.

President Anaya thanked Trustee Holcomb for the Standing Committee Report.

NEW BUSINESS

Broadband Engineering Service ACRS

Manager Herrera reported that ACRS had completed Broadband Engineering Services for CDEC and Redbolt for bringing broadband telecommunication services to CDEC's members. Manager Herrera stated that ACRS understands the format of how CDEC connects broadband to members and would be able to do the broadband work at the Village of Magdalena. Manager Herrera recommended to the Board of Trustees to approve the Broadband Engineering Services with ACRS.

Trustee McCartney moved to approve the Broadband Engineering Services with ACRS; motion seconded by Trustee Burnett. Motion carried unanimously.

Board Policy 115 – Attendance at Regional, National, and Statewide Meetings

Manager Herrera reported that the Standing Committee reviewed Board Policy 115 – Attendance at Regional, National, and Statewide Meetings, and the Committee recommended that the Board approve Board Policy 112 –Trustee Authority with proposed corrections.

Trustee Burnett moved to accept the Standing Committee's recommendation of Board 115 – Attendance at Regional, National, and Statewide Meetings with proposed corrections; motion seconded by Trustee Holcomb. Motion carried unanimously.

Board Policy 129 – Appointment to Board of Trustees of Tri-State Generation and Transmission Association, Inc.

Manager Herrera reported that the Standing Committee reviewed Board Policy 129 – Appointment to Board of Trustees of Tri-Sate Generation and Transmission Association, Inc., and the Committee recommended that the Board approve Board Policy 129 – Appointment to Board of Trustees of Tri-Sate Generation and Transmission Association, Inc. with proposed corrections.

Trustee McCartney moved to accept the Standing Committee's recommendation of Board Policy 129 – Appointment to Board of Trustees of Tri-Sate Generation and Transmission Association, Inc. with proposed corrections; motion seconded by Trustee Holcomb. Motion carried unanimously.

Board Policy 130 – Appointment to Board of Trustees of New Mexico Rural Electric Cooperative Association

Manager Herrera reported that the Standing Committee reviewed Board Policy 130 – Appointment to Board of Trustees of New Mexico Rural Electric Cooperative Association, and

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the Committee recommended that the Board approve Board Policy 130 – Appointment to Board of Trustees of New Mexico Rural Electric Cooperative Association with proposed corrections.

Trustee Burnett moved to accept the Standing Committee's recommendation of Board Policy 130 – Appointment to Board of Trustees of New Mexico Rural Electric Cooperative Association with proposed corrections; motion seconded by Trustee Holcomb. Motion carried unanimously.

2023 Financial Audit Engagement Agreement

Manager Herrera reported that SEC had received the 2023 Financial Audit Engagement Agreement from Bolinger, Segars, Gilbert, and Moss (BSGM). Manager Herrera proceeded to answer questions posed by the Trustees.

After discussion, Trustee McCartney moved to approve the 2023 Financial Audit Engagement Agreement with BSGM; motion seconded by Trustee Holcomb. Motion carried unanimously.

Consideration of Capital Credit Estate Retirements

There were no Capital Credit Estate Retirements brought forth for consideration.

Consideration of Line Extension Contracts

Manager Herrera reported that the line extension contract for Regina and Henry House for \$4,225.48 has fallen under the minimum and does meet all the requirements needed. Manager Herrera stated that Mr. and Mrs. House were being provided to the Trustees for informational purposes, and no action was needed on this line extension contract.

Consideration of Trustee Travel

After discussion, Trustee Holcomb requested Board approval to attend the NRECA Region 8 and 10 Meeting scheduled for October 18-20, 2023, in New Orleans, Louisiana.

Trustee Burnett moved to approve Trustee Holcomb to attend the NRECA Region 8 and 10 Meeting and to be the Voting Delegate; motion seconded by Trustee Bowden. Motion carried unanimously.

President Anaya requested Board approval to attend the NRECA Region 8 and 10 Meeting scheduled for October 18-20, 2023, in New Orleans, Louisiana.

Trustee Holcomb moved to approve President Anaya to attend the NRECA Region 8 and 10 Meeting and to be the Alternate Voting Delegate; motion seconded by Trustee Burnett. Motion carried unanimously.

President Anaya requested Board approval to attend the Tri-State Board Orientation scheduled for September 13, 2023, in Westminster, Colorado.

Trustee McCartney moved to approve President Anaya to attend the Tri-State Board Orientation; motion seconded by Trustee Bowden. Motion carried unanimously.

EXECUTIVE SESSION

Trustee Burnett moved to go into Executive Session to discuss strategic and long-range business plans; motion seconded by Trustee Holcomb. Motion carried unanimously.

President Anaya called for an Executive Session.

The Board adjourned to Executive Session at 5:03 p.m.

* Trustee McCartney was excused from Executive Session at 5:03 p.m. and did not return after Regular Session.

REGULAR SESSION

Trustee Bowden moved and seconded by Trustee Burnett to return to Regular Session at 5:22 p.m.

President Anaya stated that there was no action taken during Executive Session.

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SET DATE/TIME FOR REGULAR MEETING

After discussion, Trustee Burnett moved to set the date and time of Committee meetings for August 16, 2023, at 1:00 p.m., and the next regularly scheduled Board Meeting for August 23, 2023, at 2:00 p.m.; motion seconded by Trustee Bowden. Motion carried unanimously.

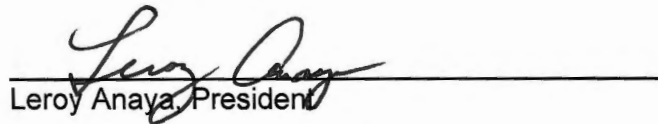
ADJOURNMENT

With no other items open for discussion, Trustee Holcomb moved to adjourn; motion was seconded by Trustee Wade. Motion carried unanimously.

President Anaya adjourned the meeting at 5:25 p.m.


Judith Holcomb, Secretary/Treasurer

APPROVED:


Leroy Anaya, President

I, Judith Holcomb, do hereby certify that I am the Secretary of the Board of Trustees of The Socorro Electric Cooperative, Inc., herein called the "Cooperative," and the above is a true and exact copy of the Minutes of the Regular Meeting held on July 26, 2023. A Quorum of Trustees was present and acted upon throughout the meeting, and none of the Minutes of the above have been rescinded or modified.


Judith Holcomb, Secretary/Treasurer